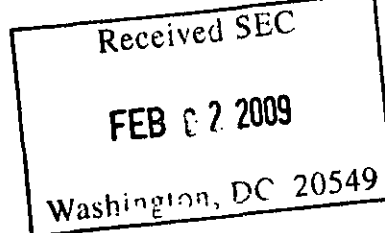




**NYSE Euronext**



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February 2, 2009

Ms. Velma T. Smith  
Branch Chief  
Securities and Exchange Commission  
Branch of Filer Support 2  
Room 2531  
100 F Street, NE  
Washington, DC 20549

**PROCESSED**

MAR 10 2009

**THOMSON REUTERS**

Dear Ms. Smith:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, China Distance Education Holdings Limited, American Depositary Shares (Each representing four Ordinary Shares, par value US\$0.0001 per share) and Ordinary Shares, par value US\$0.0001 per share, (application for the Ordinary Shares, par value US\$0.0001 per share is made for listing, not for trading, but only in connection with the registration of American Depositary Shares pursuant to the requirements of the Securities and Exchange Commission) and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on January 30, 2009. Tentative listing date – February 4, 2009.

Sincerely,

**END**